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***Lead Counsel for the
Indirect Purchaser Plaintiffs***

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

IN RE: CATHODE RAY TUBE (CRT) ANTITRUST LITIGATION

Case No. 3:07-cv-5944
MDL No. 1917

This Document Relates to:

All Indirect Purchaser Actions

CLASS ACTION

**LEAD COUNSEL'S PROPOSED
ALLOCATION OF AGGREGATE FEE
AWARD TO INDIRECT PURCHASER
PLAINTIFFS' COUNSEL**

Court: JAMS
Special Master: Martin Quinn, JAMS
Judge: Hon. Jon S. Tigar

1 Pursuant to the Court’s Order on Attorneys’ Fees, Expenses and Incentive Awards Re:
 2 Indirect Purchaser Plaintiffs’ Settlements (ECF No. 4740), and the Special Master’s Order Re
 3 Process for Allocating Attorneys’ Fees (ECF No. 4748), Lead Counsel for the Indirect Purchaser
 4 Plaintiffs (“IPPs”) hereby submits a proposed allocation of the \$158,606,250 aggregate fee award.

5 **I. METHODOLOGY**

6 **A. Lead Counsel’s Input:** Mario N. Alioto of Trump, Alioto, Trump & Prescott, LLP
 7 (“TATP”) was appointed by the Court as the sole Interim Lead Counsel for the IPPs on May 8,
 8 2008. (ECF No. 47.) Since then, Lead Counsel has directed and overseen all aspects of this
 9 litigation. (*See generally*, Declaration of Mario N. Alioto In Support of Indirect Purchaser
 10 Plaintiffs’ Motion for Attorneys’ Fees, Reimbursement of Litigation Expenses and Incentive
 11 Awards for Class Representatives, ECF No. 4071-1.) As a result, Lead Counsel is the most
 12 knowledgeable person regarding the relative contributions of the numerous firms that participated
 13 in the prosecution of this litigation over the last nine years, and is well-positioned to make a
 14 proposed allocation of the aggregate fee award.

15 **B. Input from Other IPP Firms:** Lead Counsel has also sought the input of many IPP
 16 firms regarding the factors to be considered in allocating the fee, the methodology for doing so,
 17 and the multipliers proposed for specific firms, including their own firm and Lead Counsel’s firm.
 18 In particular, Lead Counsel worked very closely with several core firms that were involved in
 19 many aspects of the case and have years of experience in similar litigation and—more
 20 specifically—fee allocations in similar cases.

21 In addition, many firms (including almost all firms with a lodestar over \$1 million) were
 22 given an opportunity to comment on Lead Counsel’s analysis of their contribution to the litigation
 23 and their proposed multiplier. In some cases, Lead Counsel adjusted the proposed multiplier in
 24 response to those comments. The majority of these firms are now in agreement with Lead
 25 Counsel’s proposal.

26 Lead Counsel has approached the fee allocation proceedings in a collegial and
 27 collaborative manner, with the goal of reducing the issues to be addressed by the Special Master.

1 C. **Factors Considered:** In consultation with the other IPP firms, and after reviewing
 2 the fee allocations and factors considered in similar cases (e.g. *LCD*), Lead Counsel has considered
 3 the following factors in making the proposed fee allocation:

- 4 • **Level of work performed.** For example, drafting important briefs, taking or
 defending depositions, working with experts, preparing for trial and involvement in
 the overall management of the case and case strategy were valued higher than
 document review and routine discovery work. Lead Counsel did distinguish,
 however, between higher level document review (e.g. those firms who provided
 foreign language reviewers or who were team leaders) and those document
 reviewers who helped prepare for depositions.¹
- 5 • **Amount of high level work performed.** Lead Counsel distinguished between the
 many firms who performed high level work based on the amount of such work
 performed throughout the case (e.g. the number of depositions taken or briefs
 drafted), and whether they were also involved in the overall management of the
 case and case strategy.
- 6 • **Quality of the work performed.** Lead Counsel also distinguished between firms
 based on the quality of the work performed. For example, a firm's multiplier was
 enhanced or reduced based on Lead Counsel's ability to rely upon that firm to
 consistently and independently perform and produce excellent work product, with
 little further review necessary by Lead Counsel.
- 7 • **Level of Risk.** Lead Counsel also took into account the level of risk absorbed by
 each firm, including the stage at which they joined the case (e.g. firms who joined
 the case prior to the settlements or prior to class certification faced more risk than
 those who joined later); whether or not they paid assessments into the litigation

26 ¹ In addition, as Lead Counsel explained in the IPP motion for attorneys' fees, the rates for
 27 document reviewers were capped at \$350 (English-speaking) and \$400 (foreign language). (See
 28 ECF No. 4071 at 26.) Where document reviewers also worked on preparing for depositions or
 were team leaders, firms were allowed to bill this time at the attorney's normal rate. Thus, the

1 fund and the amount of money contributed; and the amount of time and resources
 2 devoted by the firm to the litigation.

- 3 • **Billing Efficiency and Rates.** Finally, Lead Counsel also took into account each
 4 firm's billings and the efficiency of their staffing. In addition, Lead Counsel's
 5 proposed multipliers attempt, to the extent possible, to equalize billing rates
 6 amongst attorneys doing comparable work.

7 **II. PROPOSED ALLOCATION**

8 Applying the foregoing factors, Lead Counsel grouped the IPP firms into several tiers and
 9 assigned multiplier ranges for each tier. They are as follows:

10 **A. IPP Counsel Tiers and Multiplier Ranges**

2.98	Lead Counsel. <i>See</i> Alioto Decl (ECF No. 4071-1.) In addition, Lead Counsel has continued to work on all aspects of this case since the filing of the fee petition, including the settlement approvals, the fee petition, claims administration, and the many appeals that have been filed from the settlement approval and the fee award.
1.9 – 2.5	Firms which performed a large amount of high level work at all or most stages of the case; involved in overall strategy and case management; drafted important briefs; took and/or defended a large number of depositions; involved in trial preparations; expert work; participation in settlement strategy and negotiations; substantial post fee petition work.
1.5 – 1.8	Firms which performed high level work (e.g. depositions, briefing, trial preparations, expert work) but less of it than the firms in the top tier, and/or they were not involved in overall case strategy; some post fee petition work.
1.3 – 1.5	Firms which did a smaller amount of higher level work (e.g. briefing, depositions,

27 differing levels of document review have been accounted for by Lead Counsel in the proposed
 28 allocation.

	memoranda on legal issues or evidence, trial preparation) than firms in the tiers above; and firms whose main contribution was higher level document review, including assisting with preparations for depositions, e.g. as a team leader of the document review.
1.25 – 1.3	Firms which performed slightly higher level document review (e.g. foreign reviewer or high quality work), and/or performed some other substantive work other than document review, e.g. preparing evidentiary or legal memoranda, assisting with deposition and/or trial preparations.
1.0 – 1.25	Firms which represented one or more class representatives and/or performed low level document review; or firms which did only a small amount of substantive work.
0.5 – 1.0	Firms which did little or no substantive work; firms which were unreliable; firms which have taken an adverse position to the class; firms which have otherwise worked at cross purposes to the other counsel in the case; and firms which had billing issues.

17 **B. Multiplier Proposal for Each Firm**

18 Using each firm's current rate lodestar as reported to the Court in the September 2015
 19 Motion for Attorneys' Fees (ECF. No. 4073), minus the 10% across-the-board reduction, Lead
 20 Counsel proposes that the aggregate attorney fee award of \$158,606,250 be allocated amongst IPP
 21 Counsel as set forth in Exhibit A, attached hereto.
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1 Dated: August 22, 2016

Respectfully submitted,

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9 *Lead Counsel for Indirect Purchaser Plaintiffs*

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EXHIBIT A

FIRM	CURRENT RATE LODESTAR	CURRENT RATE LODESTAR AFTER 10% CUT	TOTAL PAYOUT	MULTIPLIER
Trump, Alioto, Trump & Prescott, LLP	\$17,290,782.50	\$15,561,704.25	\$46,374,390.09	2.9800
Freedman Boyd Hollander Goldberg Uris & Ward PA	\$556,654.00	\$500,988.60	\$1,252,471.00	2.5000
Straus & Boies, LLP	\$9,002,608.75	\$8,102,347.88	\$19,202,562.00	2.3700
Law Offices of Sylvie K Kern (KAG)	\$3,592,540.00	\$3,233,286.00	\$7,339,559.00	2.2700
Zelle, Hofmann, Voelbel, Mason & Gette LLP	\$8,994,951.75	\$8,095,456.58	\$15,867,093.00	1.9600
Kirby McInerney LLP	\$11,090,460.00	\$9,981,414.00	\$19,537,310.00	1.9574
Bramson, Plutzik, Mahler & Birkhaeuser, LLP	\$2,608,560.00	\$2,347,704.00	\$4,225,867.00	1.8000
Andrus Anderson LLP	\$3,097,527.00	\$2,787,774.30	\$5,017,993.00	1.8000
Fine, Kaplan and Black, RPC	\$2,625,672.50	\$2,363,105.25	\$4,135,433.00	1.7500
Milberg LLP	\$2,617,117.50	\$2,355,405.75	\$3,768,649.00	1.6000
Hulett Harper Stewart LLP	\$635,171.75	\$571,654.58	\$897,496.00	1.5700
Law Offices of Lawrence G. Papale	\$946,500.00	\$851,850.00	\$1,175,000.00	1.5000
Vogl Meredith Burke LLP	\$769,320.00	\$692,388.00	\$1,022,962.00	1.4774
Besmer Law Firm	\$662,900.00	\$596,610.00	\$835,254.00	1.4000
Sharp McQueen PA	\$1,443,207.50	\$1,298,886.75	\$1,818,441.45	1.4000
Glancy Binkow Goldberg LLP	\$2,214,555.75	\$1,993,100.18	\$2,790,340.00	1.4000
Green & Noblin PC	\$3,137,791.50	\$2,824,012.35	\$3,812,416.00	1.3500
The Saunders Law Firm	\$156,340.00	\$140,706.00	\$189,953.00	1.3500
Lovell Stewart Halebian and Jacobson LLP	\$3,520,882.35	\$3,168,794.12	\$4,151,120.00	1.3100
Miller Law LLC	\$2,602,234.00	\$2,342,010.60	\$3,044,613.00	1.3000
Karon LLC	\$205,006.30	\$184,505.67	\$239,857.00	1.3000
McCallum, Hoaglund, Cook & Irby, LLP	\$199,025.00	\$179,122.50	\$223,905.00	1.2500
Goldman Scarlato & Penny, P.C.	\$2,341,089.50	\$2,106,980.55	\$2,633,725.00	1.2500
Law Offices of Sherman Kassof	\$2,391,135.00	\$2,152,021.50	\$2,690,026.00	1.2500
McCallum, Methvin & Terrell, P.C.	\$106,985.00	\$96,286.50	\$120,300.00	1.2494
Frankovitch, Anetakis, Colantonio & Simon	\$197,859.25	\$178,073.33	\$220,688.00	1.2393
Kirkpatrick & Goldsborough, PLLC	\$214,655.00	\$193,189.50	\$238,626.00	1.2352
Bonnett, Fairbourn, Friedman & Balint, P.C.	\$667,632.50	\$600,869.25	\$736,043.00	1.2250
Wyatt & Blake	\$88,437.50	\$79,593.75	\$95,515.00	1.2000
Flom Law Office , P.A.	\$23,744.00	\$21,369.60	\$25,644.00	1.2000
Gerard & Associates	\$27,288.75	\$24,559.88	\$29,472.00	1.2000
Larson Kuper Wenninghoff & Carney, PC	\$2,250.00	\$2,025.00	\$2,430.00	1.2000
Bangs, McCullen, Butler, Foye & Simmons, LLP	\$7,875.00	\$7,087.50	\$8,505.00	1.2000
Mansfield, Tanick & Cohen, P.A. and Foley & Mansfield, PLLP	\$127,500.00	\$114,750.00	\$137,700.00	1.2000
Ademi & O'Reilly LLP	\$158,427.00	\$142,584.30	\$171,101.16	1.2000

Law Offices of Jeff Crabtree	\$30,205.00	\$27,184.50	\$32,621.40	1.2000
Janssen Malloy LLP	\$546,932.50	\$492,239.25	\$590,686.80	1.2000
Ryley Carlock & Applewhite	\$8,600.50	\$7,740.45	\$9,288.50	1.2000
McManis Faulkner	\$66,239.50	\$59,615.55	\$65,577.00	1.1000
Schubert Jonckheer & Kolbe, LLP	\$74,075.00	\$66,667.50	\$73,334.00	1.1000
Morrison Sund	\$476,440.00	\$428,796.00	\$445,970.00	1.0401
Minami Tamaki, LLP	\$3,279.00	\$2,951.10	\$2,951.10	1.0000
Law Offices of Brian Barry	\$937,223.50	\$843,501.15	\$843,501.15	1.0000
Whitfield Bryson & Mason LLP	\$17,330.00	\$15,597.00	\$15,597.00	1.0000
Gustafson Gluek PLLC	\$28,100.00	\$25,290.00	\$25,290.00	1.0000
Cooper & Kirkham, P.C.	\$3,068,480.00	\$2,761,632.00	\$2,347,387.00	0.8500
Law Offices of Francis O. Scarpulla	\$73,812.50	\$66,431.25	\$49,823.00	0.7500
Theresa D Moore	\$29,093.75	\$26,184.38	\$19,638.00	0.7500
The Furth Firm LLP	\$102,361.50	\$92,125.35	\$52,125.35	0.5658
Lingel Winters*			\$0.00	0.0000
TOTAL	\$89,786,859.40	\$80,808,173.46	\$158,606,250.00	

* Filed a separate Fee Declaration which was not part of the September 2015 Fee Motion.